



SUNCITY GROUP HOLDINGS LIMITED

太陽城集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1383)

DIVIDEND POLICY (THE “POLICY”)

1. This Policy aims to set out the principles and guidelines that the Company intends to apply in relation to the declaration, payment or distribution of its profits, realized or unrealized, or from any reserve set aside from profits which the Board determine is no longer needed, as dividends to the shareholders of the Company.
2. The Company aims to provide stable and sustainable returns to shareholders of the Company.
3. Subject to applicable laws and regulations and the Company’s constitutional documents, the Company in general meeting may from time to time declare dividends in any currency to be paid to the shareholders but no dividend shall be declared in excess of the amount recommended by the board of directors (the “**Board**”) of the Company.
4. In deciding whether to propose or declare a dividend and in determining the dividend amount and means of payments, the Board shall take into account, among others:
 - general business conditions and other internal or external factors that may have an impact on the business of the Company;
 - the financial performance and position of the Group;
 - the liquidity position of the Group;
 - the capital and debt level of the Group;

- the expected capital requirements and future expansion plans of the Group;
 - statutory and regulatory restrictions;
 - contractual restrictions on the payment of dividends by the Group to the shareholders or by the subsidiaries of the Company to the Company; and
 - other factors the Board may deem relevant.
5. The Board may from time to time pay to the shareholders such interim dividends as appear to the Board to be justified by the profits of the Company.
 6. The Company will continually review this Policy and reserves the right in its sole and absolute discretion to update, amend and/or modify the Dividend Policy at any time.
 7. The Policy shall in no way constitute a legally binding commitment by the Company that dividends will be paid in any particular amount and/or in no way obligate the Company to declare a dividend at any time or from time to time.
 8. This Policy should be interpreted in its English version in case of ambiguities.